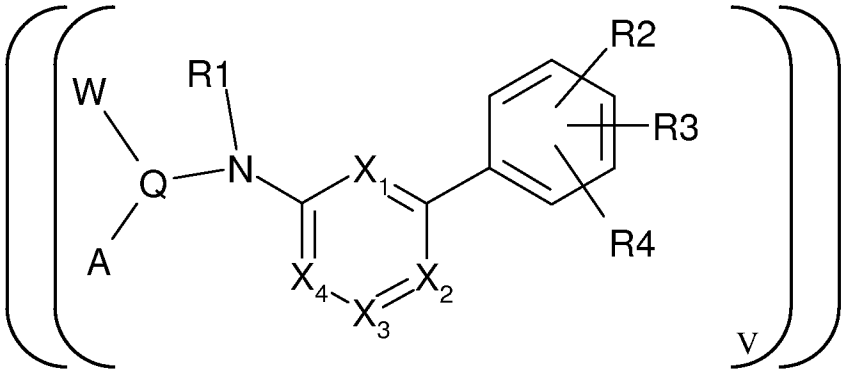
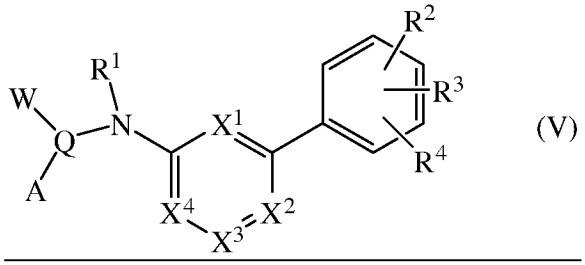
CLAIM AMENDMENTS

1-9. (canceled)

10. (currently amended): A compound of the ~~general~~ formula (V)





(V)

or pharmaceutically acceptable prodrugs, salts, hydrates, solvates, crystal forms, enantiomers, or diastereomers thereof, wherein X^1 and X^2 are N and X^3 and X^4 are C independently substituted with Y; **[[:]]**

~~X_1, X_2, X_3, X_4 are selected from the following:~~

~~(i) X_1 and X_2 are N and X_3 and X_4 are C independently substituted with Y;~~

~~(ii) X_1 and X_4 are N and X_2 and X_3 are C independently substituted with Y;~~

~~(iii) X_2 and X_4 are N and X_1 and X_3 are C independently substituted with Y;~~

~~(iv) X_1 is N and X_2, X_3, and X_4 are C independently substituted with Y;~~

~~(v) X_3 is N and X_1, X_2, and X_4 are C independently substituted with Y;~~

~~(vi) X_4 is N and X_1, X_2, and X_3 are C independently substituted with Y;~~

~~(vii) X_2 is N and X_1, X_3, and X_4 are C independently substituted with Y; and~~

~~(viii) X_1, X_2 and X_3 are N and X_4 is C substituted with Y;~~

[[R1]] R^1 is H, C_{1-6} alkyl, ~~C_{1-6}alkylNR5R6, C_{1-6}alkylNR5COR6, C_{1-6}alkylNR5SO_2R6, C_{1-6}alkylCO_2R5, C_{1-6}alkylCONR5R6, where R5 and R6~~ C_{1-6} alkylNR^5R^6, C_{1-6} alkylNR^5COR^6, C_{1-6} alkyl$NR^5SO_2R^6$, C_{1-6} alkylCO_2R^5, or C_{1-6} alkyl$CONR^5R^6$,

wherein R^5 and R^6 are each independently H, C_{1-4} alkyl, aryl, hetaryl, C_{1-4} alkylaryl, or C_{1-4} alkylhetaryl or may be joined to form an optionally substituted 3-8 membered ring optionally containing ~~an atom selected from O, S, NR7~~ one of O, S or NR^7;

~~R7 is selected from H,~~ wherein R^7 is H or C_{1-4} alkyl;

[[R2]] R^2 is selected from OH, OC_{1-6} alkyl, C_{1-6} alkylOH, OC_{2-6} alkylOH, ~~C_{1-6}alkylNR8R9, OC_{2-6}alkylNR8R9, C_{1-6}alkylNR8COR9, OC_{2-6}alkylNR8COR9~~ C_{1-6} alkylNR^8R^9, OC_{2-6} alkylNR^8R^9, C_{1-6} alkylNR^8COR^9, OC_{2-6} alkylNR^8COR^9, C_{1-6} alkylhetaryl, OC_{2-6} alkylhetaryl, ~~OCONR8R9, NR8COOR9, NR10CONR8R9, CONR8R9, NR8COR12~~ OCONR^{8}R^9, NR^{8}COOR^9, NR^{10}CONR^{8}R^9, CONR^{8}R^9, and NR^{8}COR^{12};

~~R8, R9~~ wherein R^8, R^9 are each independently H, C_{1-4} alkyl, ~~C_{1-4}alkylNR11R13~~ C_{1-4} alkyl$NR^{11}R^{13}$, hetaryl, or cyclohetalkyl, or may be joined to form an optionally substituted 3-8 membered ring optionally containing ~~an atom selected from O, S, NR14~~ one of O, S or NR^{14};

[[R12]] wherein R^{12} is C_{2-4} alkyl, ~~C_{1-4}alkylNR11R13~~ C_{1-4} alkyl$NR^{11}R^{13}$, hetaryl, or cyclohetalkyl;

~~R11, R13~~ wherein R^{11}, and R^{13} are each independently H, or C_{1-4} alkyl, or may be joined to form an optionally substituted 3-8 membered ring optionally containing ~~an atom selected from O, S, NR14~~ one of O, S or NR^{14};

~~R14 is selected from H,~~ wherein R^{14} is H or C_{1-4} alkyl;

~~R10 is H,~~ wherein R^{10} is H or C_{1-4} alkyl;

~~R3 and R4~~ R^3 and R^4 are each independently H, halogen, C_{1-4} alkyl, OH, OC_{1-4} alkyl, CF_3, or OCF_3;

Q is a bond when W is absent, or C_{1-4} alkyl when W is present;

W is selected from H, C_{1-4} alkyl, and C_{2-6} alkenyl; where C_{1-4} alkyl or C_{2-6} alkenyl may be optionally substituted with C_{1-4} alkyl, OH, OC_{1-4} alkyl, ~~NR15R16~~ or $NR^{15}R^{16}$;

~~R15, and R16~~ wherein R^{15}, and R^{16} are each independently H, C_{1-4} alkyl, C_{1-4} alkyl cycloalkyl, C_{1-4} alkyl cyclohetalkyl, aryl, or hetaryl, or may be joined to form an optionally

substituted 3-8 membered ring optionally containing ~~an atom selected from O, S, NR17~~ one of O, S or NR^{17};

[[R17]] wherein R^{17} is ~~selected from~~ H, or C_{1-4} alkyl;

A is aryl[[,]] or hetaryl optionally substituted with 0-3 substituents independently ~~chosen~~ selected from halogen, C_{1-4} alkyl, CF_3, aryl, hetaryl, OCF_3, OC_{1-4} alkyl, ~~OC_{2-5}alkylNR18R19~~ OC_{2-5} alkylN$R^{18}R^{19}$, Oaryl, Ohetaryl, ~~CO_2R18, CONR18R19, NR18R19, C_{1-4} alkylNR18R19, NR20C_{1-4}alkylNR18R19, NR18COR19, NR20CONR18R19, NR18SO_2R19~~ CO_2R^{18}, $CONR^{18}R^{19}$, $NR^{18}R^{19}$, C_{1-4} alkylN$R^{18}R^{19}$, $NR^{20}C_{1-4}$ alkylN$R^{18}R^{19}$, $NR^{18}COR^{19}$, $NR^{20}CONR^{18}R^{19}$, and $NR^{18}SO_2R^{19}$;

~~R18, R19~~ wherein R^{18} and R^{19} are each independently H, C_{1-4} alkyl, C_{1-4} alkyl cyclohetalkyl, aryl, hetaryl, C_{1-4} alkyl aryl, or C_{1-4} alkyl hetaryl, or may be joined to form an optionally substituted 3-8 membered ring optionally containing ~~an atom selected from O, S, NR21~~ one of O, S or NR^{21};

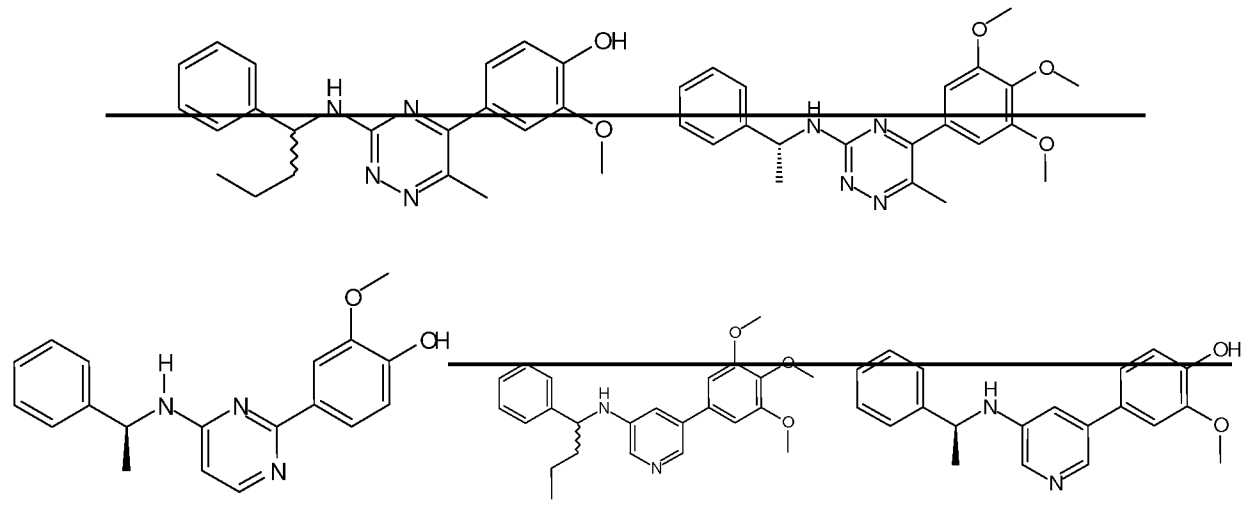
~~R21 is selected from H,~~ wherein R^{21} is H or C_{1-4} alkyl;

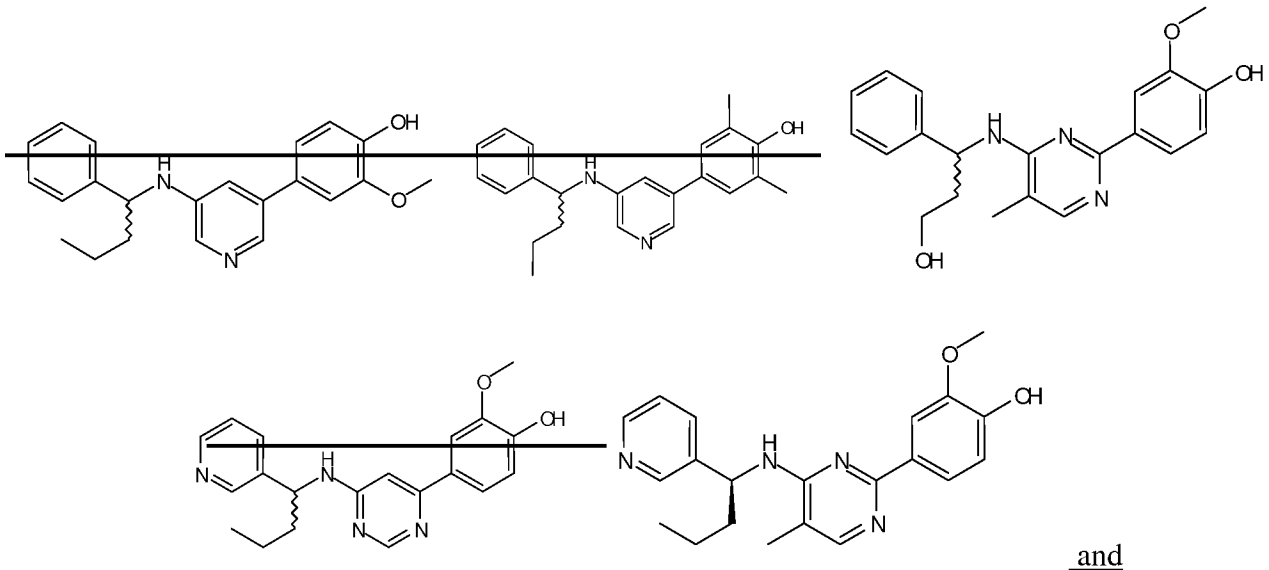
~~R20 is selected from H,~~ wherein R^{20} is H or C_{1-4} alkyl;

Y is selected from H, C_{1-4} alkyl, OH, ~~NR22R23~~ and $NR^{22}R^{23}$;

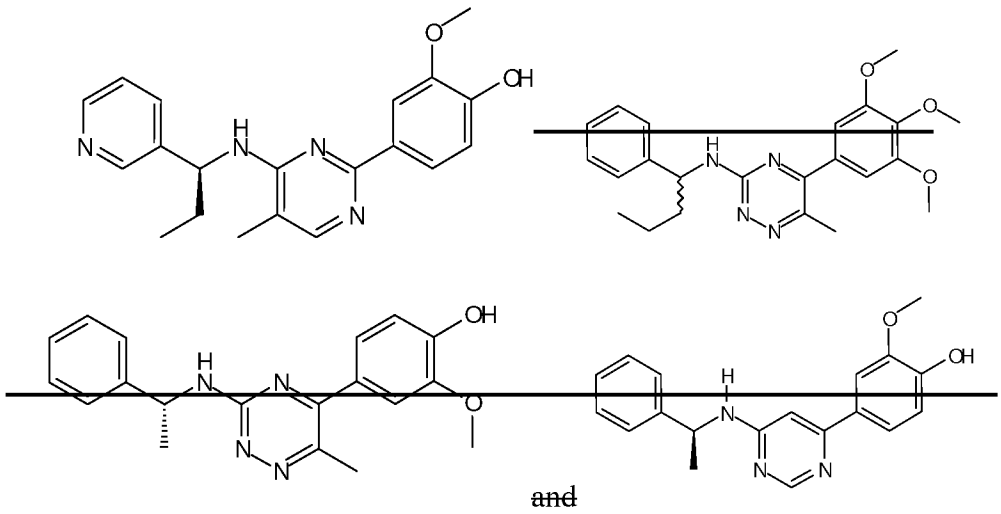
~~R22, R23~~ wherein R^{22}, R^{23} are each independently H[[,]] or C_{1-4} alkyl.

11. (currently amended): A compound according to claim 10 selected from the group consisting of:





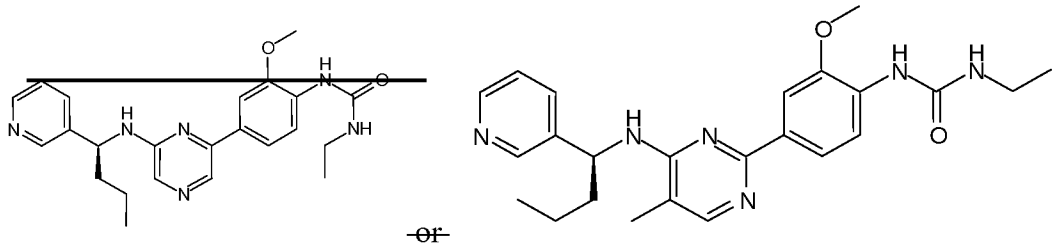
and



~~and~~

or a pharmaceutically acceptable prodrug, salt, hydrate, solvate, crystal form or enantiomer thereof.

12. (currently amended): A compound of the formula:



~~or~~

or a pharmaceutically acceptable prodrug, salt, hydrate, solvate, crystal form or enantiomer thereof.

13. (canceled)

14. (currently amended): A composition comprising a carrier and at least one compound according to ~~claim 1~~ claim 10.

15. (withdrawn; currently amended): A method ~~of treatment of~~ to treat a hyperproliferation-related disorder or disease state in a subject, said method comprising administering a therapeutically effective amount of at least one compound according to ~~claim 1~~ claim 10.

16. (withdrawn; currently amended): ~~A method of treatment according to~~ The method of claim 15, wherein the hyperproliferation-related disorder or disease state is treatable by the modulation of microtubule polymerisation.

17. (withdrawn; currently amended): ~~A method according to~~ The method of claim 15, wherein the hyperproliferation-related disorder or disease state is selected from the group consisting of ~~Cancer~~ cancer, infectious diseases, vascular restenosis or inflammatory diseases.

18. (withdrawn; currently amended): A method ~~of treatment of~~ to treat a protein-kinase related disorder or disease state in a subject, said method comprising administering a therapeutically effective amount of at least one compound according to ~~claim 1~~ claim 16.

19. (withdrawn; currently amended): ~~A method according to~~ The method of claim 18, wherein the protein-kinase related disorder or disease state is selected from the group consisting of ~~Atopy, Cell Mediated Hypersensitivity, Rheumatic Diseases, Other~~ atopy, cell mediated hypersensitivity, rheumatic diseases, other autoimmune diseases and ~~Viral Diseases~~ viral diseases.

20. (currently amended): A method ~~of treatment of~~ to treat diseases and conditions associated with inflammation and infection in a subject, said method comprising administering a therapeutically effective amount of at least one compound according to ~~claim 1~~ claim 10.

21. (new): A composition comprising a carrier and at least one compound according to claim 11.

22. (new): A composition comprising a carrier and at least one compound according to claim 12.

23. (new): The compound of claim 10, wherein R^2 is selected from C_{1-6} alkylOH, OC_{2-6} alkylOH, C_{1-6} alkylNR^8R^9, OC_{2-6} alkylNR^8R^9, C_{1-6} alkylNR^8COR^9, OC_{2-6} alkylNR^8COR^9, C_{1-6} alkylhetaryl, OC_{2-6} alkylhetaryl, $OCONR^8R^9$, NR^8COOR^9, $NR^{10}CONR^8R^9$, $CONR^8R^9$, and NR^8COR^{12}, wherein R^8, R^9 and R^{12} are as defined in claim 10.

24. (new): The compound of claim 23, wherein:

R^1 is H, C_{1-6} alkyl, C_{1-6} alkylNR^5R^6, where R^5 and R^6 are each independently H, C_{1-4} alkyl, aryl, or hetaryl, or may be joined to form an optionally substituted 3-8 membered ring optionally containing one of O, S or NR^7;

wherein R^7 is H or C_{1-4} alkyl;

Q is CH;

W is C_{1-4} alkyl, or C_{2-6} alkenyl; where C_{1-4} alkyl or C_{2-6} alkenyl may be optionally substituted with C_{1-4} alkyl, OH, OC_{1-4} alkyl or $NR^{15}R^{16}$;

R^{15}, and R^{16} are each independently H or C_{1-4} alkyl, or may be joined to form an optionally substituted 3-8 membered ring optionally containing one of O, S or NR^{17};

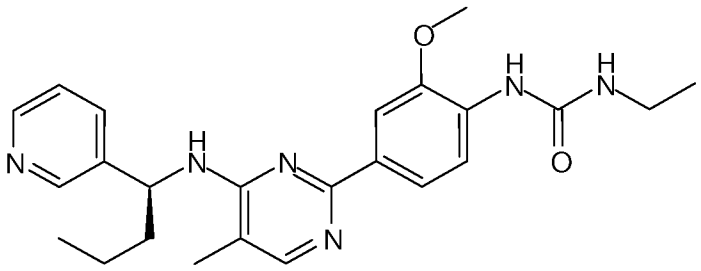
A is aryl, or hetaryl optionally substituted with 0-2 substituents independently chosen from halogen, C_{1-4} alkyl, CF_3, aryl, hetaryl, OCF_3, OC_{1-4} alkyl, OC_{2-5} alkyl$NR^{18}R^{19}$, Oaryl, Ohetaryl, CO_2R^{18}, $CONR^{18}R^{19}$, $NR^{18}R^{19}$, C_{1-4} alkyl$NR^{18}R^{19}$, $NR^{20}C_{1-4}$ alkyl$NR^{18}R^{19}$, $NR^{18}COR^{19}$, $NR^{20}CONR^{18}R^{19}$, and $NR^{18}SO_2R^{19}$;

wherein R^{18} and R^{19} are as defined in claim 10;

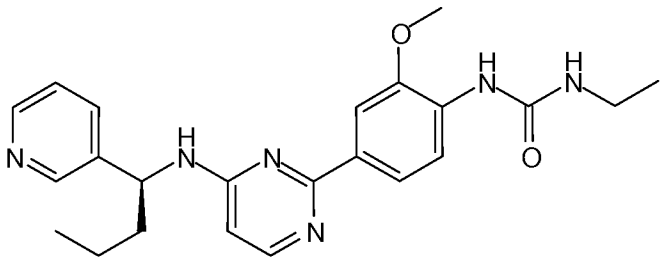
Y is selected from H, C_{1-4} alkyl and $NR^{22}R^{23}$,

wherein R^{22} and R^{23} are as defined in claim 10.

25. (new): The compound of claim 23 selected from:



and



or a pharmaceutically acceptable prodrug, salt, hydrate, solvate, crystal form or enantiomer thereof.

26. (new): A composition comprising a carrier and at least one compound according to claim 23.

27. (new): A composition comprising a carrier and at least one compound according to claim 24.

28. (new): A composition comprising a carrier and at least one compound according to claim 25.